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Goodiebox Holding ApS

Artillerivej 86, 5., 2300 Copenhagen

Company reg. no. 41 10 46 51

Annual report

1 June 2022 - 30 June 2023

The annual report was submitted and approved by the general meeting on the 29 December 2023.

Morten Mathiesen
Chairman of the meeting

Contents

Notes:
- To ensure the greatest possible applicability of this document, IAS/IFRS English terminology has been used.
- Please note that decimal points have not been used in the usual English way. This means that for instanceDKK 146.940 means the amount of DKK 146,940, and that 23,5 % means 23.5 %.

Management's statement

Today, the Board of Directors and the Executive Board have approved the annual report of Goodiebox Holding ApS for the financial year 1 June 2022 - 30 June 2023.

The annual report has been prepared in accordance with the Danish Financial Statements Act.

We consider the chosen accounting policy to be appropriate, and in our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 30 June 2023, and of the results of the Group and the Company's operations as well as the consolidated cash flows for the financial year 1 June 2022 – 30 June 2023.

Further, in our opinion, the Management's review gives a true and fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the Annual General Meeting.

Copenhagen, 29 December 2023

Executive board

Karsten Frost Mathiesen	Morten Pedersen

Board of directors

Morten Mathiesen chairman	Anders Hegelund Bjørnsbo	Karsten Frost Mathiesen
Morten Pedersen		

Independent auditor's report

To the Shareholders of Goodiebox Holding ApS

Opinion

We have audited the consolidated financial statements and the parent company financial statements of Goodiebox Holding ApS for the financial year 1 June 2022 to 30 June 2023, which comprise income statement, balance sheet, statement of changes in equity, notes and a summary of significant accounting policies for both the Group the Parent Company, as well as consolidated statement of cash flows. The consolidated financial statements and the parent company financial statements are prepared under the Danish Financial Statements Act.

In our opinion, the consolidated financial statements and the parent company financial statements give a true and fair view of the financial position of the Group and the Parent Company at 30 June 2023, and of the results of the Group and the Company's operations as well as the consolidated cash flows for the financial year 1 June 2022 - 30 June 2023 in accordance with the Danish Financial Statements Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We refer to note 1 describing the assumptions on which the annual report is submitted on the principles of going concern. We draw attention to the fact that if there is a negative deviation from the plan and management is not able to adjust the plan, in this event, considerable doubt may be raised about the Company's and the Group's ability to continue operations. Our opinion is not modified in respect of this matter.

Management's Responsibilities for the Consolidated Financial Statements and the Parent Company Financial Statements

Management is responsible for the preparation of consolidated financial statements and parent company financial statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of consolidated financial statements and parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements and the parent company financial statements, Management is responsible for assessing the Group´s and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the consolidated financial statements and the parent company financial statements unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.

Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements and the parent company financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and parent company financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements and the parent company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group´s and the Company’s internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management’s use of the going concern basis of accounting in preparing the consolidated financial statements and the parent company financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group´s and the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the consolidated financial statements and the parent company financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor’s report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the consolidated financial statements and the parent company financial statements, including the disclosures, and whether the consolidated financial statements and the parent company financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the consolidated financial statements and the parent company financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements and the parent company financial statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the consolidated financial statements and the parent company financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that Management's Review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of Management's Review.

Hillerød, 29 December 2023

Grant Thornton
Certified Public Accountants
Company reg. no. 34 20 99 36

Claus Koskelin
State Authorised Public Accountant
mne30140

Company information

The company	Goodiebox Holding ApS Artillerivej 86, 5. 2300 Copenhagen	
	Company reg. no.	41 10 46 51
	Established:	22 January 2020
	Financial year:	1 June - 30 June
Board of directors	Morten Mathiesen, chairman Anders Hegelund Bjørnsbo Karsten Frost Mathiesen Morten Pedersen	
Executive board	Karsten Frost Mathiesen Morten Pedersen	
Auditors	Grant Thornton, Godkendt Revisionspartnerselskab Nordstensvej 11 3400 Hillerød	

Consolidated financial highlights

DKK in thousands.	2022/23	2021/22	2020/21	2019/20
Income statement:				
Gross profit	871	31.404	35.358	-14.953
Profit from operating activities	-43.752	-28.071	-31.672	-69.636
Net financials	-6.843	-3.522	-4.170	-1.443
Net profit or loss for the year	-50.764	-38.343	-36.466	-46.788
Statement of financial position:				
Balance sheet total	76.060	139.323	133.472	95.458
Investments in property, plant and equipment	0	259	164	701
Equity	-30.380	235	3.247	-12.781
Cash flows:				
Operating activities	558	-46.792	-49.280	-19.233
Investing activities	-4.753	-4.322	-8.831	-7.297
Financing activities	3.406	31.577	70.792	32.145
Employees:				
Average number of full-time employees	71	102	114	101
Key figures in %:				
Solvency ratio	-39,9	0,2	2,4	-13,4

Calculations of key figures and ratios do, in all material respects, follow the recommendations of the Danish Association of Finance Analysts, only in a few respects deviating from the recommendations.

The key figures and ratios shown in the statement of financial highlights have been calculated as follows:

Solvency ratio $\dfrac{\text{Equity less non-controlling interests, closing balance x 100}}{\text{Total assets, closing balance}}$

Description of key activities of the company

Goodiebox is a happy moments Group providing its community of members with subscriptions on beauty boxes, related non subscription based products as well as its self-produced beauty products.

Uncertainties connected with recognition or measurement and going concern

The Group is in a developing phase and thus, there is a higher than usual uncertainty associated with the measurement of a variety of assets including immaterial fixed assets, inventory, and tax assets as this measurement in part is based on future earnings, further detailed in note 2 in the annual report. As of 30 June 2023, the Group has recognized tDKK 11.343 regarding completed development projects, tDKK 25.905 as inventory, and tDKK 15.800 as deferred tax assets.

The fundamental assumption regarding recognition based on future earnings is that the Group can continue its operations as going concern and pay creditors as they fall due. The Group has obtained financing from financial institutions and capital owners for the coming financials year's budget. On this basis, management submits the annual report on the principles of going concern. Management closely follows the plan and will adapt the plan to the greatest extent possible, so the company can continue too, in the event that the budgets are not met.

In the parent financial statements investments in group enterprises are measured at orginal cost. Based on the latest capital increase management has decided to adjust the value of the investments in group enterprises to the deemed recoverable amount of investments in group enterprises. This result in an impairment off tDKK 104.333 which is the main reason for the loss in the parent incomce statement for 2022/23.

Development in activities and financial matters

The loss after tax for the period of tDKK -50.764 based on 13 months (compared to tDKK -38.343 in the previous 12 months' period) is below expectations.

The Group gross profit decreased in the period with tDKK 30.533 compared to the previous period.

In the previous Annual Report, management expected a significant improvement in income and an operating loss in the range of DKK 10 million. The expectations were not met due to logistical problems and also thereby a substantial decrease in subscriptions. Furthermore, strategy change has incurred cost.

The balance sheet shows equity of tDKK -30.380 and at the end of the period, the cash position was tDKK -3.271.

Material changes in activity, special items, and financial situation

Due to repeated unsuccessful attempts, the initial Group strategy remained unfulfilled, resulting in significant logistical challenges and a notable decline in membership. Consequently, a change in the Group's leadership and ownership occurred in May. This overhaul encompassed the replacement of the former CEO and co-founder, Rasmus Schmiegelow, whose standing with existing shareholders had eroded.

Under the new management, a revised Group strategy emerged, emphasizing simplicity and economies of scale. To align with this direction, an adjustment to the commercial value of the inventory was undertaken in 2022/23, leading to a write-down of t.DKK 17.464. This write-down is considered a part of the Gorup's operating activities, given its developmental phase.

Result of the year is affected by special items, cf. note 3. Group has received legal claims regarding the group company Goodboxes GmbH in Liquidation.

With reference to the above and note 1, the Group has changed strategy with a focus on gaining profitability by stabilizing revenue and optimizing cost.

Research and development activities

The Group conducts research and development of software on an ongoing basis. Management plans to keep making investments into these activities. The purpose of these investments is to ensure that Group will be able to achieve the goals of growth and expand its market position in the years to come.

Knowledge resources

Since its inception, Group has built up knowledge within the beauty industry, subscription models, and digital advertising.

Environmental issues

In our dedication to combat climate change and address biodiversity loss, we have made a substantial investment in three Danish forestation projects, covering a total of 100 hectares of land.

This initiative falls under our local Greenhouse Gas Mitigation Project, allowing us to actively contribute to and benefit from the ecosystem services, particularly carbon sequestration, generated by the establishment of forest in Jutland.

Our investment is a step forward on our path to making a positive contribution to the environment. To reduce our carbon footprint, we are rethinking our entire value chain, while simultaneously supporting climate-friendly initiatives. These initiatives are managed in collaboration with the Danish company Aecorn, which enables businesses to invest in local, credible, and transparent Greenhouse Gas mitigation projects. Through our partnership with Aecorn, we gain access to detailed data insights from the project area, ensuring the credibility and progress of our forestation projects.

Aecorn comprises experts in forest management, carbon sequestration methodologies, and cutting-edge technology. This collaboration reinforces our commitment to reducing our environmental footprint and guarantees a consistent, measurable climate impact. It further enhances our long-term value proposition to our stakeholders.

Opting to invest in project shares in a forest project in Denmark over traditional carbon credits broadens the potential for lasting advantages and guarantees the implementation of appropriate measures for the future conservation of the forest.

Events occurring after the end of the financial year

No events have occurred after the balance sheet date to this date, which would influence the evaluation of this annual report.

Income statement

All amounts in DKK.

Note		Group		Parent	
		1/6 2022 - 30/6 2023	1/6 2021 - 31/5 2022	1/6 2022 - 30/6 2023	1/6 2021 - 31/5 2022
	Gross profit	**871.332**	**31.404.350**	**-178.215**	**-70.687**
4	Staff costs	-39.257.463	-54.354.929	0	0
	Depreciation, amortisation, and impairment	-4.054.020	-5.120.459	0	0
	Other operating expenses	-1.311.911	0	-84.375	0
	Operating profit	**-43.752.062**	**-28.071.038**	**-262.590**	**-70.687**
	Income from investments in group enterprises	0	0	-104.333.126	-298.954.447
	Other financial income	21.172	665.247	0	0
	Other financial expenses	-6.864.235	-4.187.214	-1.345.852	-1.269.244
	Pre-tax net profit or loss	**-50.595.125**	**-31.593.005**	**-105.941.568**	**-300.294.378**
	Tax on net profit or loss for the year	-168.714	-6.749.639	0	-102.137
5	**Net profit or loss for the year**	**-50.763.839**	**-38.342.644**	**-105.941.568**	**-300.396.515**
	Break-down of the consolidated profit or loss:				
	Shareholders in Goodiebox Holding ApS	-50.763.839	-38.342.644		
		-50.763.839	**-38.342.644**		

Balance sheet

All amounts in DKK.

Assets

Note		Group 30/6 2023	Group 31/5 2022	Parent 30/6 2023	Parent 31/5 2022
	Non-current assets				
6	Completed development projects, including patents and similar rights arising from development projects	11.342.587	9.621.271	0	0
7	Acquired concessions, patents, licenses, trademarks, and similar rights	123.920	152.449	0	0
8	Development projects in progress and prepayments for intangible assets	0	561.358	0	0
	Total intangible assets	11.466.507	10.335.078	0	0
9	Other fixtures, fittings, tools and equipment	131.635	618.199	0	0
	Total property, plant, and equipment	131.635	618.199	0	0
10	Investments in group enterprises	0	0	91.340.000	143.900.000
11	Deposits	869.223	911.674	0	0
	Total investments	869.223	911.674	91.340.000	143.900.000
	Total non-current assets	**12.467.365**	**11.864.951**	**91.340.000**	**143.900.000**
	Current assets				
	Manufactured goods and goods for resale	25.601.385	65.666.314	0	0
	Prepayments for goods	303.380	879.906	0	0
	Total inventories	25.904.765	66.546.220	0	0
	Trade receivables	5.663.700	14.993.394	0	0
12	Deferred tax assets	15.800.000	16.000.000	0	0
	Other receivables	12.828.813	760.070	12.000.000	0
	Contributed capital in arrears	0	23.100.000	0	23.100.000
13	Prepayments	243.169	893.905	0	0
	Total receivables	34.535.682	55.747.369	12.000.000	23.100.000
	Cash and cash equivalents	3.152.342	5.164.423	1.614	100.021
	Total current assets	**63.592.789**	**127.458.012**	**12.001.614**	**23.200.021**
	Total assets	**76.060.154**	**139.322.963**	**103.341.614**	**167.100.021**

Balance sheet

All amounts in DKK.

Equity and liabilities

Note		Group 30/6 2023	Group 31/5 2022	Parent 30/6 2023	Parent 31/5 2022
	Equity				
14	Contributed capital	284.457	180.352	284.457	180.352
	Contributed capital not paid	0	23.100.000	0	23.100.000
	Retained earnings	-30.664.806	-23.045.852	54.916.644	117.659.214
	Total equity	**-30.380.349**	**234.500**	**55.201.101**	**140.939.566**
	Provisions				
15	Provisions for investments in group enterprises	0	0	16.773.126	0
	Total provisions	**0**	**0**	**16.773.126**	**0**
	Liabilities other than provisions				
	Debt to other institutions	23.469.421	26.831.449	14.279.524	16.193.874
	Bank loans	3.426.932	3.333.333	0	0
	Payables to group enterprises	0	0	11.843.374	9.873.182
	Other payables	9.338.864	26.947.062	0	0
16	Total long term liabilities other than provisions	36.235.217	57.111.844	26.122.898	26.067.056
16	Current portion of long term liabilities	10.896.924	3.394.774	3.258.134	0
	Bank loans	6.423.242	8.475.316	0	0
	Prepayments received from customers	9.629.360	11.005.810	0	0
	Trade payables	26.021.394	39.644.169	0	0
	Income tax payable	48.671	98.257	0	0
	Other payables	17.185.695	19.358.293	1.986.355	93.399
	Total short term liabilities other than provisions	70.205.286	81.976.619	5.244.489	93.399
	Total liabilities other than provisions	**106.440.503**	**139.088.463**	**31.367.387**	**26.160.455**
	Total equity and liabilities	**76.060.154**	**139.322.963**	**103.341.614**	**167.100.021**

Balance sheet

All amounts in DKK.

Note	Equity and liabilities	Group 30/6 2023	Group 31/5 2022	Parent 30/6 2023	Parent 31/5 2022
1	**Uncertainties relating to going concern**				
2	**Uncertainties concerning recognition and measurement**				
3	**Special items**				
17	**Charges and security**				
18	**Contingencies**				
19	**Related parties**				

Consolidated statement of changes in equity

All amounts in DKK.

	Contributed capital	Unpaid contributed capital	Retained earnings	Total
Equity 1 June 2021	139.242	7.000.000	-3.891.985	3.247.257
Increase of capital	41.110	23.100.000	12.557.834	35.698.944
Retained earnings for the year	0	0	-38.342.644	-38.342.644
Contributed capital paid for the year	0	-7.000.000	7.000.000	0
Foreign currency translation adjustments	0	0	-369.057	-369.057
Equity 1 June 2022	180.352	23.100.000	-23.045.852	234.500
Increase of capital	104.105	0	20.098.998	20.203.103
Retained earnings for the year	0	0	-50.763.837	-50.763.837
Contributed capital paid for the year	0	-23.100.000	23.100.000	0
Foreign currency translation adjustments	0	0	-54.115	-54.115
	284.457	**0**	**-30.664.806**	**-30.380.349**

Statement of changes in equity of the parent

All amounts in DKK.

	Contributed capital	Contributed capital not paid	Retained earnings	Total
Equity 1 June 2021	139.242	7.000.000	398.497.895	405.637.137
Increase of capital	41.110	23.100.000	12.557.834	35.698.944
Retained earnings for the year	0	0	-300.396.515	-300.396.515
Other entries on equity	0	-7.000.000	7.000.000	0
Equity 1 June 2021	180.352	23.100.000	117.659.214	140.939.566
Increase of capital	104.105	0	20.098.998	20.203.103
Retained earnings for the year	0	0	-105.941.568	-105.941.568
Contributed capital paid for the year	0	-23.100.000	23.100.000	0
	284.457	**0**	**54.916.644**	**55.201.101**

Statement of cash flows

All amounts in DKK.

Note		Group 1/6 2022 - 30/6 2023	Group 1/6 2021 - 31/5 2022
	Net profit or loss for the year	-50.763.839	-38.342.644
20	Adjustments	11.086.509	16.527.474
21	Change in working capital	44.954.387	-22.450.758
	Cash flows from operating activities before net financials	5.277.057	-44.265.928
	Interest received, etc.	20.703	665.247
	Interest paid, etc.	-4.739.453	-4.187.214
	Cash flows from ordinary activities	558.307	-47.787.895
	Tax refund not payment	0	996.253
	Cash flows from operating activities	**558.307**	**-46.791.642**
	Purchase of intangible assets	-4.810.188	-3.346.814
	Sale of intangible assets	0	-716.668
	Purchase of property, plant, and equipment	0	-264.633
	Sale of property, plant, and equipment	90.425	0
	Purchase of fixed asset investments	-33.432	0
	Acquisition of fixed assets investments	0	-21.150
	Sale of fixed asset investments	0	26.868
	Cash flows from investment activities	**-4.753.195**	**-4.322.397**
	Repayments of long-term payables	-4.796.965	0
	Cash capital increase	8.203.183	35.698.944
	Cash flows from financing activities	**3.406.218**	**31.576.691**
	Change in cash and cash equivalents	**-788.670**	**-19.537.348**
	Cash and cash equivalents at 1 June 2022	-3.310.893	15.970.330
	Foreign currency translation adjustments (cash and cash equivalents)	828.663	256.125
	Cash and cash equivalents at 30 June 2023	**-3.270.900**	**-3.310.893**

	Cash and cash equivalents		
	Cash and cash equivalents	3.152.342	5.164.423
	Short-term bank loans	-6.423.242	-8.475.316
	Cash and cash equivalents at 30 June 2023	**-3.270.900**	**-3.310.893**

Notes

All amounts in DKK.

1. Uncertainties relating to going concern

The Group has initiated a strategy to make the Group profitable in the long term by stabilizing the revenue and a number of efficiency improvements that leads to cost savings.
The Group has obtained financing from financial institutions and capital owners for the coming financials year's budget. On this basis, Management submits the annual report on the principles of going concern.

Management closely follows the plan and will adapt the plan to the greatest extent possible so the company can continue to pay its creditors as they fall due, in the event that the budgets aren't met.

2. Uncertainties concerning recognition and measurement

Goodiebox is a company in a developing phase and thus, there is a higher than usual uncertainty associated with the measurement of a variety of assets including immaterial fixed assets, inventory, and tax assets as this measurement in part is based on future earnings. As of 30 June 2023, Goodiebox has recognized tDKK 11.343 regarding completed developments projects, tDKK 25.905 as inventory, and tDKK 15.800 as deferred tax assets.

The value of the development projects, inventory and tax assets depends on the Groups ability to develop, market, and sell subscriptions and own beauty products at a profitable level. The Group has initiated a strategy to make the company profitable in the long term by stabilizing the revenue and a number of efficiency improvements that leads to cost savings. Management believes that Group will realize the implementation of its plans or adapt accordingly to meet the target. Accordingly, Management has deemed the valuation sound. If Group' sales and growth deviate significantly from the current plans, there is, however, uncertainty associated with the valuation.

3. Special items

Special items include significant income and expenses of a special nature relative to the enterprise's ordinary operating activities, such as the cost of extensive structuring of processes and fundamental structural adjustments and any related gains on disposal and losses which, over time, have a significant impact. Special items also include other significant amounts of a nonrecurring nature.

As mentioned in the management commentary, the net profit or loss for the year is affected by a number of factors that differ from what is considered by management to be part of operating activities.

Special items for the year are specified below, indicating where they are recognised in the income statement.

Notes

All amounts in DKK.

3. Special items (continued)

	Group 1/6 2022 - 30/6 2023	Group 1/6 2021 - 31/5 2022
Expenses:		
Goodboxes Gmbh in Liquidation, Legal claims	-1.116.000	0
	-1.116.000	0
Special items are recognised in the following items in the financial statements:		
Other operating expenses	1.116.000	0
Profit of special items, net	**1.116.000**	**0**

4. Staff costs

	1/6 2022 - 30/6 2023	1/6 2021 - 31/5 2022
Salaries and wages	36.566.177	47.443.902
Pension costs	378.359	804.366
Other costs for social security	659.933	2.011.674
Other staff costs	1.652.994	4.094.987
	39.257.463	**54.354.929**
Executive board and board of directors	1.568.500	0
Average number of employees	71	102

With reference to the Danish Financial Statement Act, Section 98b (3)(2), the remuneration to management last year has not been disclosed separately.

	Parent 1/6 2022 - 30/6 2023	Parent 1/6 2021 - 31/5 2022
5. Proposed distribution of net profit		
Allocated from retained earnings	-105.941.568	-300.396.515
Total allocations and transfers	**-105.941.568**	**-300.396.515**

All amounts in DKK.

		Group	
		30/6 2023	31/5 2022
6.	**Completed development projects, including patents and similar rights arising from development projects**		
	Cost 1 June 2022	17.747.818	14.401.006
	Additions during the year	4.781.859	3.346.812
	Transfers	561.358	0
	Cost 30 June 2023	**23.091.035**	**17.747.818**
	Amortisation and write-down 1 June 2022	-8.126.547	-4.350.372
	Amortisation and depreciation for the year	-3.621.901	-3.776.175
	Amortisation and write-down 30 June 2023	**-11.748.448**	**-8.126.547**
	Carrying amount, 30 June 2023	**11.342.587**	**9.621.271**

Development projects relate to the development of IT infrastructure, development, and optimization of member databases, as well as development of webshop etc.

The projects are already in use and fully implemented in 2023. There is continuous development and adjustments in order to continue the growth and expansion of the Group. The projects are continuously completed and put to use after which depreciation is commenced.

Management has not identified indications of impairment relative to the carrying amount.

7.	**Acquired concessions, patents, licenses, trademarks, and similar rights**		
	Cost 1 June 2022	260.896	260.896
	Conversion at the exchange rate at the balance sheet date 30 June 2023	-146	0
	Cost 30 June 2023	**260.750**	**260.896**
	Amortisation and write-down 1 June 2022	-108.447	-82.335
	Conversion at the exchange rate at the balance sheet date 30 June 2023	-20	0
	Amortisation and depreciation for the year	-28.363	-26.112
	Amortisation and write-down 30 June 2023	**-136.830**	**-108.447**
	Carrying amount, 30 June 2023	**123.920**	**152.449**

Notes

All amounts in DKK.

		Group 30/6 2023	31/5 2022
8.	**Development projects in progress and prepayments for intangible assets**		
	Cost 1 June 2022	561.358	561.358
	Transfers	-561.358	0
	Cost 30 June 2023	**0**	**561.358**
	Carrying amount, 30 June 2023	**0**	**561.358**

		Group 30/6 2023	31/5 2022
9.	**Other fixtures, fittings, tools and equipment**		
	Cost 1 June 2022	2.566.369	2.301.736
	Additions during the year	0	264.633
	Disposals during the year	-449.954	0
	Cost 30 June 2023	**2.116.415**	**2.566.369**
	Depreciation and write-down 1 June 2022	-1.948.170	-1.346.666
	Amortisation and depreciation for the year	-356.407	-601.504
	Reversal of depreciation, amortisation and impairment loss, assets disposed of	319.797	0
	Depreciation and write-down 30 June 2023	**-1.984.780**	**-1.948.170**
	Carrying amount, 30 June 2023	**131.635**	**618.199**

Notes

All amounts in DKK.

		Parent 30/6 2023	Parent 31/5 2022
10.	**Investments in group enterprises**		
	Cost 1 June 2022	440.186.450	407.588.565
	Additions during the year	35.000.000	34.000.000
	Disposals during the year	0	-1.402.115
	Cost 30 June 2023	**475.186.450**	**440.186.450**
	Revaluations, opening balance 1 June 2022	-296.286.450	0
	Impairment losses for the year	-87.560.000	-296.286.450
	Write-down 30 June 2023	**-383.846.450**	**-296.286.450**
	Carrying amount, 30 June 2023	**91.340.000**	**143.900.000**

Financial highlights for the enterprises according to the latest approved annual reports

	Equity interest	**Equity DKK**	**Results for the year DKK**
Goodiebox ApS, Copenhagen, Denmark	100 %	5.358.926	-48.987.973
Goodiebox Ltd., London, United Kingdom	100 %	8.679	31.746
Goodieboxes GmbH in Liquidation, Berlin, Germany	100 %	-945.887	-1.771.786
Goodiebox B.V., Amsterdam, The Netherlands	85 %	-16.773.126	-1.788.437

		Group 30/6 2023	Group 31/5 2022
11.	**Deposits**		
	Cost 1 June 2022	911.674	917.392
	Additions during the year	33.432	21.150
	Disposals during the year	-75.883	-26.868
	Cost 30 June 2023	**869.223**	**911.674**
	Carrying amount, 30 June 2023	**869.223**	**911.674**

All amounts in DKK.

		Group	
		30/6 2023	31/5 2022
12.	**Deferred tax assets**		
	Deferred tax assets 1 June 2022	16.000.000	23.647.635
	Deferred tax of the net profit or loss for the year	-200.000	-7.647.635
		15.800.000	**16.000.000**
	The following items are subject to deferred tax:		
	Intangible assets	-2.495.000	-2.240.000
	Property, plant, and equipment	75.000	21.000
	Other deductible tempory differences	-157.000	88.000
	Losses carried forward to next years (deficit limitation)	44.546.968	33.885.366
	Impairment	-26.169.968	-15.754.366
		15.800.000	**16.000.000**

The value of the tax assets depends on the company's ability to develop, market and sell subscriptions and own beauty products at a profitable level. Management believes that the company will realise the implementation of its plans within a foreseeable future. Accodinly, management has deemed the valuation sound. If the companys sales and groth deviate significantly from the current plans, there may be uncertainty associated with the valuation.

13. Prepayments

Prepayments comprise incurred cost relating to subsequent financial years such as subscriptions, membership fees, service agreements, and insurance.

14. Contributed capital

A cash capital increase was carried out this year, nom. 42.270 at rate 19.406

A debt conversion was carried out this year, nom. 61.835 at rate 19.406

For the purpose of offering incentive pay in the form of warrants, the Company’s Board of Directors are authorized for the period until 12 May 2028 once or several times to increase the Company’s share capital with up to nominally 14,223 shares in total without pre-emption right for the Company’s shareholders. The authorization empowers the Board of Directors to determine the terms for the granted share options, including the exercise price.

15. Provisions for investments in group enterprises

Provision for liability in the parent company for negative equity in subsidiary.

Notes

All amounts in DKK.

16. Long term labilities other than provisions

	Total payables 30 Jun 2023	Current portion of long term payables	Long term payables 30 Jun 2023	Outstanding payables after 5 years
Group				
Debt to other institutions	29.784.658	6.315.237	23.469.421	0
Bank loans	5.093.598	1.666.666	3.426.932	0
Other payables	12.253.885	2.915.021	9.338.864	2.756.773
	47.132.141	**10.896.924**	**36.235.217**	**2.756.773**
Parent				
Debt to other institutions	17.537.658	3.258.134	14.279.524	0
Payables to group enterprises	11.843.374	0	11.843.374	0
	29.381.032	**3.258.134**	**26.122.898**	**0**

17. Charges and security

As collateral for debt obtained from EIFO, there is a registered corporate mortgage amounting to tDKK 29.784 and for debt obtained from Danske Bank, there is a registered corporate mortgage amounting to tDKK 15.000. The securities are a joint security including goodwill, intangible assets, operating equipment and fixtures, inventories, and trade receivables, representing a carrying amount of tDKK 44.545 as of 30 June 2023.

18. Contingencies

Contingent liabilities

Lease liabilities

The Group has entered into an office lease which is irrevocable until May 2025. The total liability amounts to tDKK 1.232.

Joint taxation

The company acts as administration company for the group of companies subject to the Danish scheme of joint taxation and is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, to pay the total corporation tax.

TheThe company is unlimitedly, jointly, and severally liable, along with the other jointly taxed companies, for any obligations to withhold tax on interest, royalties, and dividends.

All amounts in DKK.

18. Contingencies (continued)

Joint taxation (continued)

Any subsequent adjustments of corporate taxes or withholding taxes, etc., may result in changes in the company's liabilities.

19. Related parties

Controlling interest

There are no related parties with controlling interest.

Transactions

The Company has provided group contribution of tDKK 35.000 to Goodiebox ApS, no other related party transactions have been conducted on a non arm's length basis in the financial year.

	Group	
	1/6 2022 - 30/6 2023	1/6 2021 - 31/5 2022
20. Adjustments		
Depreciation, amortisation, and impairment	4.035.001	5.120.459
Loss from disposal of non-current assets	39.731	0
Other financial income	-21.172	-665.247
Other financial expenses	6.864.235	4.187.214
Tax on net profit or loss for the year	168.714	6.749.639
Other provisions	0	1.135.409
	11.086.509	**16.527.474**

21. Change in working capital		
Change in inventories	38.431.127	-17.143.670
Change in receivables	19.550.168	-8.675.775
Change in trade payables and other payables	-13.026.908	3.368.687
	44.954.387	**-22.450.758**

Accounting policies

The annual report for Goodiebox Holding ApS has been presented in accordance with the Danish Financial Statements Act regulations concerning reporting class C enterprises (medium sized enterprises).

The accounting policies are unchanged from the previous year, and the annual report is presented in DKK. The accounting period has been changed in the current financial year and comprises the period 1 June 2022 – 30 June 2023. The comparative figures in the income statement comprise the period 1 June 2021 – 31 May 2022.

As discussed in the management report, the condition for going concern has not been met. Assets and liabilities are therefore, in accordance with current accounting policies, measured at expected realizable values.

All value adjustments of assets and liabilities as well as derived operating items are consequently recognized in the income statement, including expected losses, various disposal costs, fees etc.

Recognition and measurement in general

Income is recognised in the income statement concurrently with its realisation, including the recognition of value adjustments of financial assets and liabilities. Likewise, all costs are recognised in the income statement, including depreciations amortisations, write-downs for impairment, provisions, and reversals due to changes in estimated amounts previously recognised in the income statement.

Assets are recognised in the statement of financial position when it seems probable that future economic benefits will flow to the group and the value of the asset can be reliably measured.

Liabilities are recognised in the statement of financial position when it is seems probable that future economic benefits will flow out of the group and the value of the liability can be reliably measured.

Assets and liabilities are measured at cost at the initial recognition. Hereafter, assets and liabilities are measured as described below for each individual accounting item.

Certain financial assets and liabilities are measured at amortised cost, allowing a constant effective interest rate to be recognised during the useful life of the asset or liability. Amortised cost is recognised as the original cost less any payments, plus/less accrued amortisations of the difference between cost and nominal amount. In this way, capital losses and gains are allocated over the useful life of the liability.

Upon recognition and measurement, allowances are made for such predictable losses and risks which may arise prior to the presentation of the annual report and concern matters that exist on the reporting date.

Foreign currency translation

Transactions in foreign currency are translated by using the exchange rate prevailing at the date of the transaction. Differences in the rate of exchange arising between the rate at the date of transaction and the rate at the date of payment are recognised in the profit and loss account as an item under net financials. If currency positions are considered to hedge future cash flows, the value adjustments are recognised directly in equity in a fair value reserve.

Receivables, payables, and other foreign currency monetary items are translated using the closing rate. The difference between the closing rate and the rate at the time of the occurrence or initial recognition in the latest financial statements of the receivable or payable is recognised in the income statement under financial income and expenses.

Fixed assets acquired and paid for in foreign currency are measured at the exchange rate prevailing at the date of the transaction.

Group enterprises abroad, associates, and equity investments are considered to be independent entities. The income statements are translated at an average exchange rate for the month, and the balance sheet items are translated at the closing rates. Currency translation differences, arising from the translation of the equity of group enterprises abroad at the beginning of the year to the closing rate and from the translation of income statements from average prices to the closing rate, are recognised directly in equity in the fair value reserve in the Consolidated Financial Statement. This also applies to differences arising from translation of income statements from average exchange rate to closing rate.

Translation adjustment of balances with group enterprises abroad that are considered part of the total investment in group enterprises are recognised directly in equity in the fair value reserve. Likewise, foreign exchange gains and losses on loans and derived financial instruments for currency hedging independent group enterprises abroad are recognised directly in equity.

When recognising foreign group enterprises which are integral units, the monetary items are translated using the closing rate. Non-monetary items are translated using the exchange rate prevailing at the time of acquisition or at the time of the subsequent revaluation or write-down for impairment of the asset. Income statement items are translated using the exchange rate prevailing at the date of the transaction. However, items in the income statement derived from non-monetary items are translated using historical prices.

The consolidated financial statements

The consolidated income statements comprise the parent company Goodiebox Holding ApS and those group enterprises of which Goodiebox Holding ApS directly or indirectly owns more than 50 % of the voting rights or in other ways exercise control.

Consolidation policies

The consolidated financial statements have been prepared as a summary of the parent company's and the group enterprises' financial statements by adding together uniform accounting records calculated in accordance with the group's accounting policies.

Investments in group enterprises are eliminated by the proportionate share of the group enterprises' fair value of net assets and liabilities at the acquisition date.

In the consolidated financial statements, the accounting records of the group enterprises are recognised by 100%. The minority interests' share of the profit for the year and of the equity in the group enterprises, which are not 100% owned, is included in the group's profit and equity, but presented separately.

Purchases and sales of minority interests under continuing control are recognised directly in equity as a transaction between shareholders.

Investments in associates are measured in the statement of financial position at the proportionate share of the enterprises' equity value i calculated in accordance with the parent company's accounting policies and with proportionate elimination of unrealised intercompany gains and losses. In the income statement, the proportional share of the associates' results is recognised after elimination of the proportional share of intercompany gains and losses.

The group activities in joint operations are recognised in the consolidated financial statements record by record.

Non-controlling interests

Non-controlling interests constitute a share of the group's total equity. By distribution of net profit, profit or loss for the year is distributed on the share attributable to the non-controlling interests and the share attributable to the parent's shareholders respectively.

Income statement

Gross profit

Gross profit comprises the revenue, changes in inventories of finished goods, and work in progress, own work capitalised, other operating income, and external costs.

The enterprise will be applying IAS 18 as its basis of interpretation for the recognition of revenue.

Revenue is recognised in the income statement if delivery and passing of risk to the buyer have taken place before the end of the year and if the income can be determined reliably and inflow is anticipated. Revenue is measured at the fair value of the consideration promised exclusive of VAT and taxes and less any discounts relating directly to sales.

Cost of sales comprises costs concerning purchase of raw materials and consumables less discounts and changes in inventories.

Own work capitalised

Own work capitalised includes staff cost and other internal costs incurred during the financial year and recognised in the cost of proprietary intangible and tangible fixed assets.

Other operating income comprises items of a secondary nature as regards the principal activities of the enterprise, including profit from the disposal of intangible and tangible assets, operating loss and conflict compensation as well as salary reimbursements received. Compensation is recognized when it is overwhelmingly probable that the company will receive the compensation.

Other external expenses comprise expenses incurred for distribution, sales, advertising, administration, premises, loss on receivables, and operational leasing costs.

Staff costs

Staff costs include salaries and wages, including holiday allowances, pensions, and other social security costs, etc., for staff members.

Depreciation, amortisation, and write-down for impairment

Depreciation, amortisation, and write-down for impairment comprise depreciation on, amortisation of, and write-down for impairment of intangible and tangible assets, respectively.

Other operating expenses

Other operating expenses comprise items of secondary nature as regards the principal activities of the enterprise, including losses on the disposal of intangible and tangible assets.

Financial income and expenses

Financial income and expenses are recognised in the income statement with the amounts concerning the financial year. Financial income and expenses comprise interest income and expenses, financial expenses from financial leasing, realised and unrealised capital gains and losses relating to securities, debt and transactions in foreign currency, amortisation of financial assets and liabilities as well as surcharges and reimbursements under the advance tax scheme, etc.

Results from investments in group enterprises

Dividend from investments in group enterprises is recognised in the financial year in which the dividend is declared.

If the dividend received exceeds the proportionate share of the year's result, this is considered an indication of impairment, which entails a requirement to prepare an impairment test.

Tax on net profit or loss for the year

Tax for the year comprises the current income tax for the year and changes in deferred tax and is recognised in the income statement with the share attributable to the net profit or loss for the year and directly in equity with the share attributable to entries directly in equity.

The parent and the Danish group enterprises are subject to Danish rules on compulsory joint taxation of Danish group enterprises. The parent acts as an administration company in relation to the joint taxation. This means that the total Danish income tax payable by the Danish group companies is paid to the tax authorities by the company.

The current Danish income tax is allocated among the jointly taxed companies proportional to their respective taxable income (full allocation with reimbursement of tax losses).

Statement of financial position

Intangible assets

Development projects, patents, and licences

Development costs and internally generated rights are recognised in the income statement as costs in the acquisition year.

Clearly defined and identifiable development projects are recognized as intangible assets provided that they are proven to be technically practicable, that sufficient resources and a potential market or development opportunity exist, and insofar as the intention is to produce, market or utilize the project. It is, however, a condition that the cost can be reliably calculated and that a sufficiently high degree of certainty indicates that future earnings will cover the costs of production, sales, and administration. Other development costs are recognized in the income statement concurrently with their realization

Development costs recognized in the statement of financial position are measured at cost less accrued amortizations and write downs for impairment.

After completion of the development work, capitalized development costs are amortized on a straight line basis over the estimated useful economic life. The amortisation period is usually 3 5 years.

Property, plant, and equipment

Property, plant, and equipment are measured at cost less accrued depreciation and write-down for impairment. Land is not subject to depreciation.

The depreciable amount is cost less any expected residual value after the end of the useful life of the asset. The amortisation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the carrying amount, the depreciation is discontinued.

If the amortisation period or the residual value is changed, the effect on amortisation will, in future, be recognised as a change in the accounting estimates.

The cost comprises acquisition cost and costs directly associated with the acquisition until the time when the asset is ready for use.

The cost of a total asset is divided into separate components. These components are depreciated separately, the useful lives of each individual components differing, and the individual component representing a material part of the total cost.

Depreciation is done on a straight-line basis according to an assessment of the expected useful life:

	Useful life
Other fixtures and fittings, tools and equipment	3-5 years

Minor assets with an expected useful life of less than 1 year are recognised as costs in the income statement in the year of acquisition.

Profit or loss derived from the disposal of property, land, and equipment is measured as the difference between the sales price less selling costs and the carrying amount at the date of disposal. Profit or loss is recognised in the income statement as other operating income or other operating expenses.

Inventories

Inventories are measured at cost according to the FIFO method. In cases when the net realisable value of the inventories is lower than the cost, the latter is written down for impairment to this lower value.

Costs of goods for resale, raw materials, and consumables comprise acquisition costs plus delivery costs.

Costs of manufactured goods and work in progress comprise the cost of raw materials, consumables, direct wages, and indirect production costs. Indirect production costs comprise indirect materials and wages, maintenance and depreciation of machinery, factory buildings, and equipment used in the production process, and costs for factory administration and factory management. Borrowing expenses are not recognised in cost.

The net realisable value for inventories is recognised as the estimated selling price less costs of completion and selling costs. The net realisable value is determined with due consideration of negotiability, obsolescence, and the development of expected market prices.

Receivables

Receivables are measured at amortised cost, which usually corresponds to nominal value.

In order to meet expected losses, impairment takes place at the net realisable value. The company has chosen to use IAS 39 as a basis for interpretation when recognising impairment of financial assets, which means that impairments must be made to offset losses where an objective indication is deemed to have occurred that an account receivable or a portfolio of accounts receivable is impaired. If an objective indication shows that an individual account receivable has been impaired, an impairment takes place at individual level.

Accounts receivable for which there is no objective indication of impairment at the individual level are evaluated at portfolio level for objective indication of impairment. The portfolios are primarily based on the debtors' domicile and credit rating in accordance with the company's and the group's credit risk management policy. Determination of the objective indicators applied for portfolios are based on experience with historical losses.

Impairment losses are calculated as the difference between the carrying amount of accounts receivable and the present value of the expected cash flows, including the realisable value of any securities received. The effective interest rate for the individual account receivable or portfolio is used as the discount rate.

Prepayments

Prepayments recognised under assets comprise incurred costs concerning the following financial year.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand.

Income tax and deferred tax

As administration company, Goodiebox Holding ApS is liable to the tax authorities for the subsidiaries' corporate income taxes.

Current tax liabilities and current tax receivable are recognised in the statement of financial position as calculated tax on the taxable income for the year, adjusted for tax of previous years' taxable income and for tax paid on account.

The company is jointly taxed with consolidated Danish companies. The current corporate income tax is distributed between the jointly taxed companies in proportion to their taxable income and with full distribution with reimbursement as to tax losses. The jointly taxed companies are comprised by the Danish tax prepayment scheme.

Joint taxation contributions payable and receivable are recognised in the statement of financial position as ”Tax receivables from group enterprises" or "Income tax payable to group enterprises"

Deferred tax is measured on the basis of temporary differences in assets and liabilities with a focus on the statement of financial position. Deferred tax is measured at net realisable value.

Adjustments take place in relation to deferred tax concerning elimination of unrealised intercompany gains and losses.

Deferred tax is measured based on the tax rules and tax rates applying under the legislation prevailing in the respective countries on the reporting date when the deferred tax is expected to be released as current tax. Changes in deferred tax due to changed tax rates are recognised in the income statement, except for items included directly in the equity.

Deferred tax assets, including the tax value of tax losses allowed for carryforward, are recognised at the value at which they are expected to be realisable, either by settlement against tax of future earnings or by set-off in deferred tax liabilities within the same legal tax unit. Any deferred net tax assets are measured at net realisable value.

Liabilities other than provisions

Financial liabilities other than provisions related to borrowings are recognised at the received proceeds less transaction costs incurred. In subsequent periods, the financial liabilities are recognised at amortised cost, corresponding to the capitalised value when using the effective interest rate. The difference between the proceeds and the nominal value is recognised in the income statement during the term of the loan.

Mortgage loans and bank loans are thus measured at amortised cost which, for cash loans, corresponds to the outstanding payables. For bond loans, the amortised cost corresponds to an outstanding payable calculated as the underlying cash value at the date of borrowing, adjusted by amortisation of the market value on the date of the borrowing effectuated over the repayment period.

Other liabilities concerning payables to suppliers, group enterprises, and other payables are measured at amortised cost which usually corresponds to the nominal value.

Statement of cash flows

The cash flow statement shows the cash flows for the year, divided in cash flows deriving from operating activities, investment activities and financing activities, respectively, the changes in the liabilities, and cash and cash equivalents at the beginning and the end of the year, respectively.

The effect on cash flows derived from the acquisition and sale of enterprises appears separately under cash flows from investment activities. In the statement of cash flows, cash flows derived from acquirees are recognised as of the date of acquisition, and cash flows derived from sold enterprises are recognised until the date of sale.

Cash flows from operating activities

Cash flows from operating activities are calculated as the group's share of the profit adjusted for non-cash operating items, changes in the working capital, and corporate income tax paid. Dividend income from equity investments are recognised under “Interest income and dividend received”.

Cash flows from investment activities

Cash flows from investment activities comprise payments in connection with the acquisition and sale of enterprises and activities as well as the acquisition and sale of intangible assets, property, plant, and equipment, and investments, respectively.

Cash flows from financing activities

Cash flows from financing activities include changes in the size or the composition of the group's share capital and costs attached to it, as well as raising loans, repayments of interest-bearing payables and payment of dividend to shareholders.

Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand with deduction of short-term bank debts and short-term securities with a maturity less than 3 months that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

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Morten Mathiesen
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